

**IN THE UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
WACO DIVISION**

| | | |
|------------------------------|---|----------------------------------|
| IN RE: |) | Case No. 10-60953 |
| |) | |
| ROSSCO HOLDINGS, INC. |) | Case No. 10-60909 (Colony) |
| |) | Case No. 10-60917 (Rossco Plaza) |
| Debtor |) | Case No. 10-60920 (Monte Nido) |

**JOINT MOTION FOR
SUBSTANTIVE CONSOLIDATION OF CASES**

THIS PLEADING REQUESTS RELIEF THAT MAY BE ADVERSE TO YOUR INTERESTS.

IF NO TIMELY RESPONSE IS FILED WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF SERVICE, THE RELIEF REQUESTED IN THE MOTION MAY BE GRANTED WITHOUT A HEARING BEING HELD.

A TIMELY FILED RESPONSE IS NECESSARY FOR A HEARING TO BE HELD.

To the Honorable United States Chief Bankruptcy Judge:

Roscco Holdings, Inc., Roscco Plaza, Inc., Colony Lodging, Inc., and Monte Nido Estates, LLC, debtors-in-possession herein, respectfully state as follows:

1. Roscco Holdings, Inc. commenced its chapter 11 case on August 2, 2010.
2. Roscco Plaza, Inc. and Monte Nido Estates, LLC commenced their respective chapter 11 cases on July 28, 2010.
3. Colony Lodging, Inc. commenced its chapter 11 case on July 27, 2010.

4. Rossco Holdings, Inc., Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC have continued in possession of their properties and are authorized to conduct their businesses pursuant to 11 U.S.C. § 1107.

5. Rossco Holdings, Inc. is engaged in the businesses of real property leasing, operating, management, development and sales. Rossco Holdings, Inc. owns and operates a 60 unit rental complex and also owns an interest in approximately twenty (20) other entities. Further, Rossco Holdings, Inc. furnishes general management functions and oversight for the ownership, operation, development or marketing of real property and real property related businesses for these other related entities.

6. Rossco Plaza, Inc. is engaged in the business of owning and operating a 128 room hotel, including the businesses incident to hotel operations (food and beverage service, catering, meeting and conference arrangements, etc.).

7. Colony Lodging, Inc. is engaged in the business of owning and operating a 200 unit apartment complex.

8. Monte Nido Estates, LLC is engaged in the business of real estate subdivision and development.

9. Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC are wholly owned subsidiaries of Rossco Holdings, Inc.

10. Rossco Holdings, Inc., Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC have common officers, common directors and the same persons perform virtually identical roles in each of the debtors.

11. Rossco Holdings, Inc. files a consolidated tax return which includes the operations, income and expenses of Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC

12. Since their respective inceptions, Rossco Holdings, Inc., Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC have continuously engaged in numerous intercompany transactions in their normal course of business, including but not limited to: the furnishing of daily management to the subsidiaries, the parent's charging and receiving from the subsidiaries a monthly industry standard ten percent (10%) management fee, loans from one subsidiary to another or to the parent, the parent's lending to the subsidiaries, etc.

13. The secured debts owing to Pacific Mercantile Bank, National Guardian Life Insurance Company, and OneWest Bank by Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC are joint and several obligations of Rossco Holdings, Inc.

14. The debtors respectfully state that their respective businesses and financial affairs are interwoven to such an extent that the separation thereof would either be impossible or would cause a substantial delay and increase in costs in attempting to effect a separation of each entity so as to be prohibitive.

15. The debtors reasonably believe, and thereupon aver, that the substantive consolidation of these cases will promote an equitable and economic administration and allow for the formulation of a viable plan of reorganization.

WHEREFORE, Rossco Holdings, Inc., Rossco Plaza, Inc., Colony Lodging, Inc. and Monte Nido Estates, LLC, debtors-in-possession, requests that the Court enter an order substantively consolidating their cases for administration and for such other and

further relief, whether at law or in equity, to which these debtors may show themselves to be justly entitled.

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**Attorneys for Rossco Holdings, Inc.,
Rossco Plaza, Inc., Colony Lodging, Inc.,
Monte Nido Estates, LLC, LJR
Properties, Ltd., and WM Properties,
Ltd.**

Certificate of Service

The following were electronically served by the Court's CM-ECF filing system:

Justin E. Rawlins
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Patricia Baron Tomasco
Attorney for Pacific Mercantile Bancorp
ptomasco@munsch.com

and by first class mail, postage prepaid, on each creditor listed on the attached matrix

Dated: August 2, 2010

/s/ Ronald E. Pearson
Ronald E. Pearson

Roscco Holdings, Inc. – Creditors

Leonard M Ross
1009 N Beverly Dr
Beverly Hills, CA 90210

Leonard M Ross Revocable Trust
1011 1/2 N Beverly Dr
Beverly Hills, CA 90210

Advanta Bank Corp
PO Box 8088
Philadelphia, PA 19101-8088

All Guard Inc
PO Box 320087
Fairfield, CT 06432

Andy Grump
20954 Ruether Avenue
Santa Clara, CA 91351

B & E Engineers
24 W St Joseph St
Arcadia, CA 91007-2854

Bank of America
PO Box 15710
Wilmington, DE 19886

Bank of America
201 E Washington St
Phoenix, AZ 85004

California Choice
PO Box 7088
Orange, CA 92863

CCH Inc
Pro System Fx
20101 Hamilton Ave Ste 200
Torrence, CA 90502

Chase Home Finance
PO Box 78420
Phoenix, AZ 85004

Chimney Hill Properties, Ltd.
1013 N Beverly Dr
Beverly Hills, CA 90210

CHSC, Ltd.
PO Box 10539
Beverly Hills, CA 90213

Ford Credit
PO Box 7172
Pasadena, CA 91109-7172

HSBC Business Solutions
PO Box 5219
Carol Stream, IL 60197-5219

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19114

Las Virgenes Municipal Water District
4232 Las Virgenes Rd
Calabasas, CA 91302-1994

M3 Accouting Services
800B Jesse Jewell Pkwy SW
Gainsville, GA 30501

MCI
PO Box 371838
Pittsburg, PA 15250-7838

Montecito Water Dist
583 San Yisdro Rd
Santa Barbara, CA 93108-2124

National Guardian Life Ins Co
Two E Gilman St
Madison, WI 53703

OneWest Bank, FSB
390 West Valley Parkway
Escondido, CA 92025

Pacific Merchantile Bank
9720 Wilshire Blvd
Beverly Hills, CA 90212

Prosperity Bank
2202 Longmire Dr
College Station, TX 77845

Staples
PO Box 689020
Des Moines, IA 50368

The Hartford
PO Box 2907
Hartford, CT 06104-2907

US Attorney / IRS
Suite 600
601 N.W. Loop 410
San Antonio, TX 78216

US Attorney General / IRS
950 Pennsylvania Ave NW
Washington, DC 20530

Verizon Wireless
PO Box 660108
Dallas, TX 75266-0108

Wells Fargo Financial Leasing
PO Box 6434
Carol Stream, IL 60197-6434

Colony Lodging, Inc. -- Creditors

A+ Glass and Mirror
908 Harvey Mitchell Pkwy
College Station, TX 77840

Advanced Carpet Cleaning
PO Box 10300
College Station, TX 77842

AMSI-INFORM Global Solutions
PO Box 1450 NW 5421
Minneapolis, MN 55485

AT&T
PO Box 6463
Carol Stream, IL 60197

Atmos Energy
PO Box 790311
St Louis, MO 63179-0311

Back 2 New
PO Box 4533
Bryan, TX 77802-4533

Brazos County Tax Assessor Collector
300 E William J Bryan Pkwy
Bryan, TX 77803

Bryan College Station Apt Assoc
1808 Barak
Bryan, TX 77802

Bryan-College Station Eagle
PO Box 3000
Bryan, TX 77805

College Station Utilities
PO Box 10230
College Station, TX 78842-0230

Davis Fire Equipment
1140 Finfeather Rd
Bryan, TX 77803

Dowling Electric, Inc.
PO Box 4409
College Station, TX 77805

Grainger
201 Freedom Dr
Roanoke, TX 76262

H & A Plumbing
4562 Rock Prairie Rd W
College Station, TX 77845

HD Supply
PO Box 509058
San Diego, CA 92105-9058

Illustratus
8455 Lenexa Dr
Lenexa, KS 66214

Integrity Refinishing, Inc.
PO Box 38
Coupland, TX 78615

Kings III of America
751 Canyon Dr Ste 100
Coppell, TX 75019

Lowe's
PO Box 530954
Atlanta, GA 30353-0954

Network Communications, Inc.
PO Box 935080
Atlanta, GA 31193

Pacific Merchantile Bank
9720 Wilshire Blvd
Beverly Hills, CA 90212

Propel Financial Services, LLC
PO Box 100350
San Antonio, TX 78201

Ruffino Lawn Maintenance
PO Box 2603
Bryan, TX 77805

Sherwin Williams
3108 Texas Ave
College Station, TX 77845

Sudden Link
PO Box 660365
Dallas, TX 75266

Swoboda Pest Control
100 W. Brookside Dirve, Ste 9
Bryan, TX 77801

United Roofing and Sheetmetal, Inc.
PO Box 4424
Bryan, TX 77805

Rosco Plaza, Inc. – Creditors

Adelayda Molina
913 Wells St
Killeen, TX 76541

Advantage Laundry Systems
3836 Dividend Drive
Garland, TX 75042

Advantage Office Products
1206 E Jasper Dr
Killeen, TX 76549

Alsop Plumbing
4105 E Stan Schuelter Loop
Killeen, TX 76542

American Hotel Register
100 S Milwaukee Ave
Vernon Hills, IL 60061

Aquila Foster
3208 Green Valley Dr
Killeen, TX 76542

ASCAP
21678 Network Place
Chicago, IL 60673

Autumn Hilterbrant
1610 Stewart St
Killeen, TX 76541

Awards & More
710 Rosemary Dr
Bryan, TX 77802

Bain Paper
224 Cotton Dr
Waco, TX 76712

Bar Mart
2510 Gravel Drive
Ft Worth, TX 76118

BMI General
PO Box 20664
Phoenix, AZ 85036

Cathy Sandage
619 N 3rd St
Temple, TX 76501

Centrolaser Plus
2100 Kramer Ln
Austin, TX 78758

Centruy Fire Protection
1285 N Post Oak
Houston, TX 77055

Century Link Communications
PO Box 660068
Dallas, TX 75266

Christopher Ortiz
101 East Elms Rd Lt 66
Killeen, TX 76542

City of Killeen
PO Box 549
Killeen, TX 76540

Commtrak
17493 Nassau
Commons Lewes, DE 19958

Comptroller of Public Accounts
Revenue Acctg Div - Bankruptcy Sect
PO Box 13528
Austin, TX 78711

Courtesy Products
PO Box 17488
St Louis, MO 63178

Cynamic Service Solutions
3480 Windquest Dr
Holland, MI 49424

Dana Holschback
2705 Lohse Rd
Killeen, TX 76543

David Meza
3407 Toledo Dr Apt C
Killeen, TX 76741

Days Inn
341 Constitution Dr
Copperas Cove, TX 76522

Department of Licensing & Regulation
PO Box 12157
Austin, TX 78711

Direct Energy
PO Box 75265
Dallas, TX 75265

Dynamic Design
2100 E Stan Schlueter Lp, Ste F
Killeen, TX 76543

Ecolab
PO Box 70343
Chicago, IL 60673

Fox Services
219 Dresden Dr
San Antonio, TX 78213

Gladys Bright
3102 Taft St
Killeen, TX 76543

Glazier
11303 Antonione Dr
Houston, TX 77066

Guest Supply
PO Box 910
Monmouth Junction, NJ 08852

Gustavud Pest Control
1204 Briston St
Bryan, TX 77802

Hallmark Heating
1105 W Stan Schleuter Lp
Killeen, TX 76549

Harker Heights Chamber of Commerce
552 E FM 2410
Harker Heights, TX 76548

Home Depot
PO Box 509058
San Diego, CA 92150

Hometown Productions
2 News Plaza Dr
Peoria, IL 61614

Jean Myers
2809 Scottsdale Dr
Killeen, TX 76543

Jennifer Suzrez
1701 Terrance Dr Apt 1107
Killeen, TX 76541

John Cassidy
704 Crockett Dr
Killeen, TX 76541

Julia Wolverton
1721 E Centex Expressway
Killeen, TX 76541

Kone Inc
PO Box 429
Moline, IL 61266

Leticia Molina
913 Wells St
Killeen, TX 76541

Lockridge Priest, Inc.
5502 General Bruce Dr
Temple, TX 76502

M3 Accounting Service
800 Jesse Jewell Pkwy SW
Gainsville, GA 30501

Mantis Pest Control
400 N 2nd St
Killeen, TX 76542

Marcus Menton
3701 Solomon Dr
Killeen, TX 76542

Maria Espinoza
1209 Stephen Dr
Killeen, TX 76549

Michael Johnson
1204 Ridgmont
Killeen, TX 76549

Multi Systems
7600 N 15th St Ste 250
Phoenix, AZ 85020

Muzak of Austin
PO Box 117
San Antonio, TX 78291

National Guardian Life Insurance Co.
Two East Gilman St
Madison, WI 53703

Patricia Adams
4310 River Oaks
Killeen, TX 76543

Pollock
11212 Metric Blvd #200
Austin, TX 78758

Propel Financial Services, LLC
PO Box 100350
San Antonio, TX 78201

Quill Office Supplies
PO Box 37600
Philadelphia, PA 19101

Rachel Hewell
2702 Southwood Dr
Killeen, TX 76549

Ramos
1209 Stephen Dr
Killeen, TX 76549

RD Enterprises
30875 IH 10 W
Boerne, TX 78006

Richard Abbot
204 W Dale
Nolanville, TX 76559

Rochester Armored Car Co Inc
3937 Leavenworth St
Omaha, NE 68105

Roscco Holdings, Inc.
410 S Texas Ave
College Station, TX 77840

Roto-Router
2308 Flintstone Cr
Killeen, TX 76543

Sesac
981 J E Lowry Blvd, NW Ste 111
Atlanta, GA 30318

Stacey Johnson
1506 Redondo
Killeen, TX 76541

Steely Service Co
PO Box 764
Copperas Cove, TX 76522

Steven Fitzgerald
904 Highland Ave
Killeen, TX 76543

Summitt Electric
2401 Brockton Dr
San Antonio, TX 78217

Sysco Foods
101 S Chisholm Trail
Round Rock, TX 78681

Texas Fire Safety
1618 Exchange Pkwy
Waco, TX 76712

Time Warner Cable
309 N College Ave
Killeen, TX 76541

Time Warner Internet
309 N College Ave
Killeen, TX 76541

TKE Corporation
1905 Ramcon St
Temple, TX 76503

Tracy Ortiz
101 East Elms Rd Lt 66
Killeen, TX 76542

TravelClick
300 N Martingale, Ste 500
Schaumburg, IL 60176

Tuloso Modway
9760 Labranch
Corpus Christi, TX 78740

US Food Service, Inc.
979 Springdale Rd
Austin, TX 78702

Monte Nido Estates, LLC – Creditors

Listed Above